

AKIN GUMP STRAUSS HAUER & FELD LLP

One Bryant Park

New York, New York 10036

Telephone: (212) 872-1000

Facsimile: (212) 872-1002

Ira S. Dizengoff

Philip C. Dublin

Abid Qureshi

Joseph L. Sorkin

Sara Brauner

*Counsel to the Official Committee of*

*Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	)	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-23538 (RDD)
Debtors.	)	(Jointly Administered)

**NOTICE OF FILING OF DECLARATIONS IN SUPPORT OF THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS OF SEARS HOLDINGS  
CORPORATION, *ET AL.*'S OBJECTION TO THE SALE OF SUBSTANTIALLY ALL  
OF THE DEBTORS' ASSETS TO ESL INVESTMENTS, INC.**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

The Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holdings Corporation (“Holdings”) and its affiliated debtors and debtors in possession (collectively, the “Debtors” and, together with their non-Debtor affiliates, the “Company” or “Sears”), by and through its undersigned counsel, respectfully submits this notice of filing (the “Notice”) of the following Declarations in Support of the *Objection of the Official Committee of Unsecured Creditors to Sale of Substantially All of the Debtors’ Assets to ESL Investments, Inc.* (the “Sale Objection”) [Dkt. No. 2309]:

1. Supplemental Declaration of Saul Burian, attached hereto as **Exhibit A**;<sup>2</sup>
2. Supplemental Declaration of Matthew Diaz, attached hereto as **Exhibit B**;
3. Declaration of Ronald F. Greenspan, attached hereto as **Exhibit C**; and
4. Declaration of Jan R. Kniffen, attached hereto as **Exhibit D**.

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<sup>2</sup> Exhibit A has been filed in redacted form in accordance with the Court’s *Order on Motion of the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. for Leave to File under Seal Portions of the Committee’s Objection to the Sale of Substantially All of the Debtors’ Assets to ESL Investments, Inc.* [Dkt No. 2331].

New York, New York  
Dated: February 6, 2019

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Ira S. Dizengoff

Ira S. Dizengoff  
Philip C. Dublin  
Abid Qureshi  
Joseph L. Sorkin  
Sara Brauner  
One Bryant Park  
New York, New York 10036  
Telephone: (212) 872-1000  
Facsimile: (212) 872-1002  
idizengoff@akingump.com  
pdublin@akingump.com  
aqureshi@akingump.com  
jsorkin@akingump.com

*Counsel to the Official Committee of Unsecured  
Creditors of Sears Holdings Corporation, et al.*